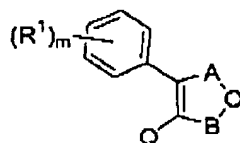


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AMENDMENTS TO THE CLAIMS

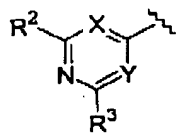
1. (Currently amended) A compound having a structure according to Formula (I):

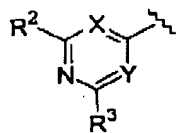


(I)

wherein:

- a. each R^1 is selected from the group consisting of lower alkyl, CN, and halo;
- b. m is an integer 1 or 2;



- c. Q is ;
 - d. each R^2 is H;
 - e. R^3 is selected from the group consisting of: H, alkyl, OH, OR^4 , and SR^4 ;
 - f. X is CH;
 - g. Y is N;
 - h. A is selected from the group consisting of: C(O) and N-G;
 - i. B is selected from the group consisting of: C(O) and N-G;
 - j. Provided that one and only one of A or B is C(O);
 - k. G is selected from the group consisting of: alkyl, cycloalkyl, aryl, heteroalkyl, heterocycloalkyl, heteroaryl, OR^4 and $S(O)_2R^4$;
 - l. each R^4 is independently selected from H, lower alkyl, lower alkenyl, lower alkynyl, cycloalkyl, cycloalkenyl, aryl, heteroalkyl, heteroalkenyl, heteroalkynyl, heterocycloalkyl, heterocycloalkenyl, and heteroaryl;
 - m. each R^5 is independently selected from H, lower alkyl, lower alkenyl, lower alkynyl, cycloalkyl, cycloalkenyl, aryl, heteroalkyl, heteroalkenyl, heteroalkynyl, heterocycloalkyl, heterocycloalkenyl, heteroaryl, OR^4 , and $S(O)_2R^4$;
- or an optical isomer, diastereomer or enantiomer for Formula (I), or a pharmaceutically-acceptable salt thereof.

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2. (Currently amended) The compound according to Claim 1 wherein ~~G~~ G is selected from the group consisting of: alkyl, aryl, heteroalkyl, and heterocycloalkyl.
3. (Original) The compound according to Claim 1 wherein R⁴ is selected from the group consisting of: phenyl, lower alkyl, and heteroaryl.
4. (Currently amended) The compound according to Claim 3 herein each R¹ is independently selected from the group consisting of: F, Cl, CF₃, CN, and CH₃.
5. (Original) The compound according to Claim 4 herein A is C(O).
6. (Original) The compound according to Claim 4 herein B is C(O).
7. (Original) A compound selected from the group consisting of:
4-(4-Fluorophenyl)-3-(2-methylsulfanyl-pyrimidin-4-yl)-2H-isoxazol-5-one;
2-Ethoxymethyl-4-(4-fluorophenyl)-3-(2-methylsulfanyl-pyrimidin-4-yl)-2H-isoxazol-5-one;
4-(4-Fluorophenyl)-2-(4-methylpiperazine-1-carbonyl)-3-(2-methylsulfanyl-pyrimidin-4-yl)-2H-isoxazol-5-one;
4-(4-Fluorophenyl)-2-(morpholine-4-carbonyl)-3-(2-methylsulfanyl-pyrimidin-4-yl)-2H-isoxazol-5-one;
2-Allyl-4-(4-fluorophenyl)-3-(2-methylsulfanyl-pyrimidin-4-yl)-2H-isoxazol-5-one;
2-Ethoxymethyl-4-(4-fluorophenyl)-3-[2-(2-hydroxyphenoxy)-pyrimidin-4-yl]-isoxazol-5-one;
2-Ethoxymethyl-4-(4-fluorophenyl)-3-[2-(3-hydroxyphenoxy)-pyrimidin-4-yl]-isoxazol-5-one;
2-Ethoxymethyl-4-(4-fluorophenyl)-3-(2-phenoxy-pyrimidin-5-yl)-2H-isoxazol-5-one;

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3-{2-[(2-cyano)-methylamino]-2-ethoxymethyl-4-(4-fluorophenyl)-pyrimidin-4-yl}-2*H*-isoxazol-5-one;
3-[2-(Benzylamino)-pyrimidin-4-yl]-2-ethoxymethyl-4-(4-fluorophenyl)-isoxazol-5-one;
(*R*)-2-Ethoxymethyl-4-(4-fluorophenyl)-3-[2-(1-phenyl-ethylamino)-pyrimidin-4-yl]-isoxazol-5-one;
(*S*)-2-Ethoxymethyl-4-(4-fluorophenyl)-3-[2-(1-phenyl-ethylamino)-pyrimidin-4-yl]-isoxazol-5-one;
N-(2-{4-[2-Ethoxymethyl-4-(4-fluorophenyl)-5-oxo-2,5-dihydro-isoxazol-3-yl]-pyrimidin-2-yl}-phenyl)-acetamide;
2-Ethoxymethyl-4-(4-fluorophenyl)-3-[2-(2-methylamino-phenoxy)-pyrimidin-4-yl]-2*H*-isoxazol-5-one;
2-Ethoxymethyl-4-(4-fluorophenyl)-3-{2-[(2-hydroxyphenyl)-methylamino]-pyrimidin-4-yl}-2*H*-isoxazol-5-one;
2-Allyl-4-(4-fluorophenyl)-3-(2-methylsulfanyl-pyrimidin-4-yl)-2*H*-isoxazol-5-one;
2-Allyl-4-(4-fluorophenyl)-3-(2-phenoxy-pyrimidin-5-yl)-2*H*-isoxazol-5-one;
[4-(4-Fluorophenyl)-5-oxo-3-(2-phenoxy-pyrimidin-4-yl)-5*H*-isoxazol-2-yl]-acetaldehyde;
2-(*N,N*-Dimethylaminoethyl)-4-(4-fluorophenyl)-3-(2-phenoxy-pyrimidin-4-yl)-2*H*-isoxazol-5-one;
2-(*N,N*-Diethylaminoethyl)-4-(4-fluorophenyl)-3-(2-phenoxy-pyrimidin-4-yl)-2*H*-isoxazol-5-one;
4-(4-Fluorophenyl)-2-(2-piperazin-1-ylethyl)-3-(2-phenoxy-pyrimidin-4-yl)-2*H*-isoxazol-5-one;
4-(4-Fluorophenyl)-2-(2-piperidin-1-ylethyl)-3-(2-phenoxy-pyrimidin-4-yl)-2*H*-isoxazol-5-one;
4-(4-Fluorophenyl)-2-(2-morpholin-4-ylethyl)-3-(2-phenoxy-pyrimidin-4-yl)-2*H*-isoxazol-5-one;
4-(4-Fluorophenyl)-3-(2-phenoxy-pyrimidin-4-yl)-2-(2-pyrrolidin-1-ylethyl)-2*H*-isoxazol-5-one;

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2-[2-(2-Amino-ethylamino)ethyl]-4-(4-fluorophenyl)-3-(2-phenoxy-pyrimidin-4-yl)-2*H*-isoxazol-5-one;
4-(4-Fluorophenyl)-2-[2-(2-hydroxy-ethylamino)ethyl]-3-(2-phenoxy-pyrimidin-4-yl)-2*H*-isoxazol-5-one;
[2-(2-Dimethylamino-ethylamino)-4-(4-fluorophenyl)-3-(2-phenoxy-pyrimidin-4-yl)-2*H*-isoxazol-5-one;
(2-Ethylamino-ethyl)-4-(4-fluorophenyl)-3-(2-phenoxy-pyrimidin-4-yl)-2*H*-isoxazol-5-one; and
3-(4-Fluorophenyl)-4-(2-methylsulfanyl-pyrimidin-4-yl)-2*H*-isoxazol-5-one.

8. (Original) A pharmaceutical composition comprising:
 (a) a safe and effective amount of a compound of Claim 1 ~~Claim 21~~; and
 (b) a pharmaceutically-acceptable carrier.
9. (Original) A method for treating osteoarthritis, the method comprising
 administering to said subject a safe and effective amount of a compound of Claim
 1.
10. (Original) A method for treating rheumatoid arthritis, the method comprising
 administering to said subject a safe and effective amount of a compound of Claim
 1.
11. (Original) A method for treating congestive heart failure, the method
 comprising administering to said subject a safe and effective amount of a
 compound of Claim 1.